

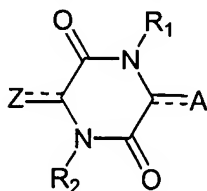
Amendments to the Claims:

This listing of claims replaces all prior versions and listings of claims in the application:

Listing of Claims:

1-13. (Cancelled)

14. (Currently Amended) A compound having the formula:



wherein

each of  $\text{---}$  and  $\text{=}$ , independently, is a single bond or a double bond;

A is H or  $\text{CH}(\text{R}^{\text{a}}\text{R}^{\text{b}})$  when  $\text{---}$  is a single bond, or  $\text{C}(\text{R}^{\text{a}}\text{R}^{\text{b}})$  when  $\text{=}$  is a double bond;

Z is  $\text{CH}(\text{R}^{\text{e}}\text{R}^{\text{d}})$  when  $\text{---}$  is a single bond, or  $\text{R}_3\text{O}-(\text{Ar})-\text{C}(\text{R}^{\text{e}})$  when  $\text{=}$  is a double bond; in which Ar is pyridyl linked to C at position 2; and  $\text{R}_3$  is  $\text{C}_1\text{-C}_6$  alkyl substituted with aryl,  $\text{C}(\text{O})\text{R}^{\text{f}}$ , or  $\text{S}(\text{O})\text{R}^{\text{f}}$ ;

each of  $\text{R}_1$  and  $\text{R}_2$ , independently, is H or  $\text{C}(\text{O})\text{R}^{\text{g}}$ ;

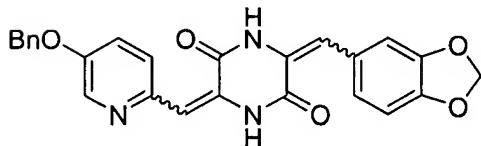
$\text{R}^{\text{a}}$  is H,  $\text{C}_1\text{-C}_6$  alkyl, aryl, heteroaryl,  $\text{C}_3\text{-C}_8$  cycloalkyl, or  $\text{C}_3\text{-C}_8$  heterocycloalkyl;  $\text{R}^{\text{b}}$  is H,  $\text{C}_1\text{-C}_6$  alkyl, or aryl; or  $\text{R}^{\text{a}}$  and  $\text{R}^{\text{b}}$  taken together are  $\text{C}_3\text{-C}_8$  cycloalkyl,  $\text{C}_3\text{-C}_8$  heterocycloalkyl, aryl, or heteroaryl; or  $\text{R}_1$  and  $\text{R}^{\text{a}}$  or  $\text{R}_1$  and  $\text{R}^{\text{b}}$  taken together are  $\text{C}_3\text{-C}_8$  cycloalkyl,  $\text{C}_3\text{-C}_8$  heterocycloalkyl, aryl, or heteroaryl;




$\text{R}^{\text{a}'}$  is benzo[1,3]dioxol-5-yl;  $\text{R}^{\text{b}'}$  is H,  $\text{C}_1\text{-C}_6$  alkyl, or aryl; or  $\text{R}^{\text{a}'}$  and  $\text{R}^{\text{b}'}$  taken together are  $\text{C}_3\text{-C}_8$  cycloalkyl,  $\text{C}_3\text{-C}_8$  heterocycloalkyl, aryl, or heteroaryl; or  $\text{R}_1$  and  $\text{R}^{\text{a}'}$  or  $\text{R}_1$  and  $\text{R}^{\text{b}'}$  taken together are  $\text{C}_3\text{-C}_8$  cycloalkyl,  $\text{C}_3\text{-C}_8$  heterocycloalkyl, aryl, or heteroaryl;

~~$\text{R}^{\text{e}}$  is aryl or heteroaryl;  $\text{R}^{\text{d}}$  is H,  $\text{C}_1\text{-C}_6$  alkyl, aryl, heteroaryl,  $\text{C}_3\text{-C}_8$  cycloalkyl, or  $\text{C}_3\text{-C}_8$  heterocycloalkyl; in which aryl is substituted with one or more substituents selected from the group consisting of halogen, hydroxy, amino, alkylamino, arylamino, dialkylamino, diarylamino,~~

each of R<sup>e</sup> and R<sup>f</sup>, independently, is H, C<sub>1</sub>-C<sub>6</sub> alkyl, aryl, or arylamino; and R<sup>g</sup> is H, C<sub>1</sub>-C<sub>6</sub> alkyl, or aryl.

15. (Original) The compound of claim 14, wherein  $\text{---}$  is a double bond.
16. (Original) The compound of claim 15, wherein  $\text{---}$  is a double bond.
17. (Previously Presented) The compound of claim 16, wherein  $R^{a'}$  is benzo[1,3]dioxol-5-yl.
18. (Original) The compound of claim 17, wherein  $R^{b'}$  is H.
19. (Original) The compound of claim 18, wherein  $R_c$  is H.
20. (Original) The compound of claim 19, wherein  $R_3$  is benzyl.
21. (Previously Presented) The compound of claim 20, wherein the compound is



22. (Original) The compound of claim 15, wherein  is a single bond.
23. (Withdrawn) The compound of claim 14, wherein  is a single bond.
24. (Withdrawn) The compound of claim 23, wherein  is a single bond.

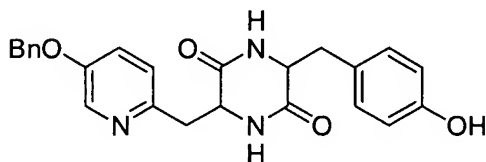
25. (Withdrawn) The compound of claim 24, wherein R<sub>c</sub> is 2-pyridyl substituted with arylalkoxy at position 5.

26. (Withdrawn) The compound of claim 25, wherein R<sup>d</sup> is H.

27. (Withdrawn) The compound of claim 26, wherein R<sup>a</sup> is aryl or heteroaryl.

28. (Withdrawn) The compound of claim 27, wherein R<sup>b</sup> is H.

29. (Withdrawn) The compound of claim 28, wherein the compound is



30. (Withdrawn) The compound of claim 23, wherein  $\equiv$  is a double bond.